

United States
Lease Financing, Inc.



January 9, 1991

Secretary
Interstate Commerce Commission
12th and Constitution Avenue, NW
Washington, DC 20423

RECORDED BY 5842-B
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INTERSTATE COMMERCE COMMISSION

15 Battery Street, 5th Floor
Mailing Address
P.O. Box 3985
San Francisco, California 94119
(415) 627-9276
Fax: (415) 398-7029

1-010A015

Attn: Mrs. Mildred R. Lee, Room 2303

Dear Mrs. Lee:

Enclosed for recordation under provisions of Section 11303 (formerly 20C) of the Interstate Commerce Act and the regulations promulgated thereunder, as amended, are four copies of a Release and Termination of Lease which is a supplement to an Equipment Lease and First Amendment thereto dated as of August 4, 1970 and October 1, 1970, respectively. The Lease and Amendment were recorded with the Interstate Commerce Commission on September 30, 1970 and October 15, 1970 and assigned ICC Recordation Numbers 5842 and 5842-A, respectively.

The names and addresses of the parties to the enclosed are:

LESSOR: Ben Maushardt and D.E. Mundell, not in their individual capacities but solely as Trustees under a Trust Agreement dated as of August 4, 1970 and United States Leasing International, Inc., as Agent for the Trustees
733 Front Street
San Francisco, CA 94111

LESSEE: CSX Transportation Inc., successor by merger to Seaboard Coast Line Railroad Company
100 North Charles Street
Baltimore, MD 21201

The undersigned is an employee of the Agent and has knowledge of the matters set forth hereto.

Enclosed is a remittance in the amount of \$15.00 covering the required recording fee.

Please return three recorded copies to my attention.

Very truly yours,


Walter J. Michael
Secretary
415/627-9283

WJM/jr
Encl.

11/10/91
16, 14, 13, 12, 11, 10, 9, 8, 7, 6, 5, 4, 3, 2, 1, 0, 11/10/91



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INTERSTATE COMMERCE COMMISSION

RELEASE AND TERMINATION OF LEASE
(S.C.L. Trust No. 16 ICC Rec. No. 5842)

WHEREAS, under an Equipment Lease dated as of August 4, 1970 between Ben Maushardt and D.E. Mundell, not in their individual capacities but solely as Trustees under a Trust Agreement dated as of August 4, 1970 (the "Lessor"), United States Leasing International, Inc., as agent for the Lessor (the "Agent") and CSX Transportation, Inc., successor by merger to Seaboard Coast Line Railroad Company (the "Lessee"), Lessee acquired the possession and use of the railroad cars described in Schedule 1-A through 1-B attached to the lease (the "Equipment"); and

WHEREAS, the Lease terminated on January 5, 1991 and the Lessor through its Agent desires to execute this Release to provide a formal termination document with the Interstate Commerce Commission.

NOW, THEREFORE, in consideration of \$1.00 and other valuable considerations, the receipt of which is hereby acknowledged, Lessor, not in its individual capacity, but solely as Trustee under the aforementioned Trust Agreement, acknowledges and declares this Lease to be satisfied and cancelled and hereby relinquishes its right, title and interest to the equipment, provided however, any claim or liability of the Lessor or the Lessee under the Lease arising from facts or circumstances existing prior to the date hereof or which under the terms of the Lease is to survive termination of the Lease shall not be released or otherwise affected hereby.

The Lease was recorded with the Interstate Commerce Commission on September 30, 1970 and assigned ICC Recordation Number 5842. A First Amendment to the Lease dated October 1, 1970 was filed with the Interstate Commerce Commission on October 15, 1970 and assigned ICC Recordation Number 5842-A.

The undersigned has caused this instrument to be executed by its duly authorized representative as of the 9th day of January, 1991.

(SEAL)

UNITED STATES LEASING INTERNATIONAL, INC.,
as Agent for Ben Maushardt and
D.E. Mundell, Trustees and Lessor

By Hesan Sakeman

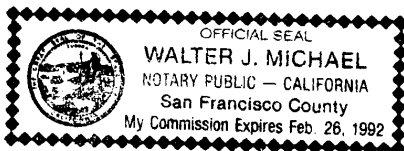
Its Assistant Vice President

CORPORATE FORM OF ACKNOWLEDGEMENT

State of California)
 ss:
County of San Francisco)

On this 9th day of January, 1991, before me personally appeared Desa Wakeman, to me personally known, who being by me sworn, says that she is an Assistant Vice President of United States Leasing International, Inc., that the seal affixed to the foregoing instrument is the seal of said entity, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Walter J. Michael
Notary Public



(SEAL)

My commission expires: February 26, 1992